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KIRKLAND & ELLIS INTERNATIONAL LLP

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Co-Counsel to the Debtors and Debtors in Possession

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

ASCENA RETAIL GROUP, INC., *et al.*,¹

Debtors

)
) Chapter 11
)

) Case No. 20-33113 (KRH)
)

) (Jointly Administered)
)

**DECLARATION OF DISINTERESTEDNESS OF
PROPOSED ORDINARY COURSE PROFESSIONAL**

I, David Rose declare under penalty of perjury:

1. I am a partner in the law firm of Mishcon de Reya LLP located at Africa House, 70 Kingsway, London WC2B 6AH, United Kingdom (the "Firm").

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <http://cases.primeclerk.com/ascena>. The location of Debtor Ascena Retail Group, Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 933 MacArthur Boulevard, Mahwah, New Jersey 07430.

2. Ascena Retail Group, Inc. and its affiliates, as debtors and debtors in possession (collectively, the “Debtors”), have requested that the Firm provide legal services to the Debtors relating to intellectual property matters, and the Firm has consented to provide such services.

3. The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to these chapter 11 cases for persons that are parties in interest in the Debtors’ chapter 11 cases. The Firm, however, does not perform services for any such person in connection with these chapter 11 cases, or have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

4. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these chapter 11 cases.

5. Neither I nor any principal, partner, director, officer of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the Firm.

6. Neither I nor any principal, partner, director, officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

7. The Debtors owe (via the US law firm Fross Zelnick Lehrman & Zissu, P.C.) the Firm £21,094.22 for prepetition services, the payment of which I understand is subject to limitations contained in title 11 of the United States Code.

8. As of the Petition Date, which was the date on which the Debtors commenced these chapter 11 cases, the Firm was not party to an agreement for indemnification with certain of the Debtors.

9. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

[Remainder of page intentionally left blank]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: 7 October 2020 Respectfully submitted,



David Rose